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THIS AMENDMENT:

Passed as amended by

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Arizona Corporation Commission Failed

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JUN 27 2003

MUNDELL PROPOSED AMENDMENT # 3

AZ CORP COMMISSION
DOCUMENT CONTROL

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TIME/DATE PREPARED 6/27/2003 12:25 PM

COMPANY: Citizens Communications Co.
and Unisource Energy CorporationAGENDA ITEM NO. U-1DOCKET NOS. E-01032C-00-0751 et al.OPEN MEETING: DATE: July 1, 2003E-01032C-00-0751
G-01032A-02-0598
E-01933A-02-0914
E-01032C-02-0914
G-01032A-02-0914

Page 14, Line 12, DELETE "Although"

Page 14, Lines 13 and 14, DELETE

"it is reasonable to permit UniSource until the end of 2004 to fully implement retail competition in the Santa Cruz and Mohave County areas"

Page 14, Line 22, INSERT the following:

"We agree with the Joint Intervenors that retail access should be made available to customers at the earliest possible opportunity. Therefore, we will require UniSource to make retail electric competition available by no later than July 1, 2004."

Page 28, Line 24, DELETE the sentence that begins

"All other terms" and ending "shall be approved."

Page 28, Line 25, INSERT the following new Findings of Fact:

"26. UniSource shall file, within 120 days of the effective date of this Decision, an application for approval of a plan to open ElecCo's service territories to retail electric competition by no later than July 1, 2004. UniSource's plan shall address, at a minimum, unbundled tariffs, system benefits charges, assisting new suppliers in using transmission, and reliability must-run generation."

"27. All other terms of the Settlement Agreement are reasonable and in the public interest and shall be approved."

Page 32, Line 15, INSERT new ordering paragraph:

"IT IS FURTHER ORDERED that UniSource shall file, within 120 days of the effective date of this Decision, an application for approval of a plan to open ElecCo's service territories to retail electric competition by no later than July 1, 2004. UniSource's plan shall address, at a minimum, unbundled tariffs, system benefits charges, assisting new suppliers in using transmission, and reliability must-run generation."